

RECORDATION NO. 22409-B FILED

MAY 04 '06

3-24 PM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

May 4, 2006

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Notice, dated as of May 3, 2006, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Schedule No. 9 to Railcar Lease Agreement previously filed with the Board under Recordation Number 22409-A.

The new names and addresses of the parties to the enclosed document are:

Lessor: M&T Credit Services, LLC (successor to
The First National Bank of Maryland)
25 South Charles Street
Baltimore MD 21201

Lessee: Bombardier Capital Rail Inc.
(f/k/a NorRail, Inc.)
12735 Gran Bay Parkway West
Suite 1000
Jacksonville FL 32258

Mr. Vernon A. Williams
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A description of the railroad equipment covered by the enclosed document is:

31 railcars within the series NRLX 56271 – NRLX 56393 as more particularly set forth in the equipment schedule attached to the document (with previous reporting marks and road numbers also set forth in the schedule attached to the document).

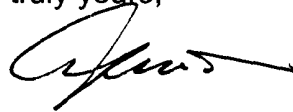
A short summary of the document to appear in the index is:

Notice.

Also enclosed is a check in the amount of \$34.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/sem
Enclosures

May 3, 2006

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

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SURFACE TRANSPORTATION BOARD

Bombardier Capital Rail Inc.
12735 Gran Bay Parkway West
Suite 1000
Jacksonville, FL 32258 United States
www.bombardier.com
TEL (904) 288-1000
FAX (904) 288-2155

Re: Memorandum of Schedule No. 9 to Master Railcar Lease Agreement, dated as of September 29, 1999 between Allfirst Bank (successor to The First National Bank of Maryland), Lessor, and Bombardier Capital Rail Inc. (successor to NorRail, Inc.), Lessee, filed with the Board on September 30, 1999 at 11:00 a.m. under Recordation Number 22409-A (BCRI's headlease 2, schedule 9)

Dear Mr. Williams:

With reference to the railroad equipment covered by the recordation shown above, we wish to advise:

1. The Lessor's name has changed. Please update the record to reflect that the lessor is M&T Credit Services, LLC (successor to Allfirst Bank and to The First National Bank of Maryland).
2. The reporting marks and road numbers of some or all of the railcars has changed. The attached Exhibit A should be substituted in place of any prior lists of reporting marks and road numbers.
3. The railcar marked NRLX 056374 has been destroyed.

Please file these changes under the Recording Number shown above.

Very truly yours,

Catherine Hawks

Catherine Hawks
Senior Attorney

STATE OF FLORIDA)
)
COUNTY OF DUVAL) ss.

On this 3rd day of May, 2006, before me appeared **Catherine Hawks**, to me personally known, who, being duly sworn did say that she is the Senior Attorney of BOMBARDIER CAPITAL RAIL INC. (f/k/a NorRail, Inc.), and that said instrument was signed on behalf said corporation by authority of its board of directors and she acknowledged said instrument to be the free act and deed of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County of _____ and State aforesaid, the day and year first above written.

Gavin M. Porter
NOTARY PUBLIC

My Commission Expires: 7/1/2010

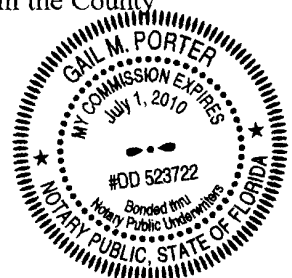


EXHIBIT A

Headlease #	2
Schedule #	9

Current Car	Original Car	Previous Car	Total
NRLX056274	NRLX056274	NRLX056274	1
NRLX056346	NRLX056346	NRLX056346	1
NRLX056353	NRLX056353	NRLX056353	1
NRLX056354	NRLX056354	NRLX056354	1
NRLX056355	NRLX056355	NRLX056355	1
NRLX056373	NRLX056373	NRLX056373	1
NRLX056375	NRLX056375	NRLX056375	1
NRLX056376	NRLX056376	NRLX056376	1
NRLX056383	NRLX056383	NRLX056383	1
NRLX056385	NRLX056385	NRLX056385	1
NRLX056393	NRLX056393	NRLX056393	1
NRLX056271	NRLX056271	NRLX056271	1
NRLX056288	NRLX056288	NRLX056288	1
NRLX056307	NRLX056307	NRLX056307	1
NRLX056308	NRLX056308	NRLX056308	1
NRLX056317	NRLX056317	NRLX056317	1
NRLX056322	NRLX056322	NRLX056322	1
NRLX056327	NRLX056327	NRLX056327	1
NRLX056331	NRLX056331	NRLX056331	1
NRLX056341	NRLX056341	NRLX056341	1
NRLX056349	NRLX056349	NRLX056349	1
NRLX056368	NRLX056368	NRLX056368	1
NRLX056371	NRLX056371	NRLX056371	1
NRLX056377	NRLX056377	NRLX056377	1
NRLX056378	NRLX056378	NRLX056378	1
NRLX056379	NRLX056379	NRLX056379	1
NRLX056381	NRLX056381	NRLX056381	1
NRLX056382	NRLX056382	NRLX056382	1
NRLX056388	NRLX056388	NRLX056388	1
NRLX056389	NRLX056389	NRLX056389	1
NRLX056391	NRLX056391	NRLX056391	1
Grand Total			31